This page is a reference page used to track documents internally for the Division of Oil, Gas and Mining Mine Permit Number 5/047/0102 Mine Name Southwest #1 Date <u>Sent</u> <u>September 2 2014</u>
FROM TO __CONFIDENTIAL X BOND CLOSURE LARGE MAPS __EXPANDABLE __MULTIPUL DOCUMENT TRACKING SHEET __NEW APPROVED NOI AMENDMENT OTHER YEAR-Record Number Description __NOI __Incoming \(\sum_\) Outgoing __Internal __Superceded Notice of File Closure & Release of Reclamation Surety
2014-09022014 __NOI _Incoming _Outgoing XInternal _Superceded 2014 - 09022014 Bond File NOI _Incoming _Outgoing _Internal _Superceded Bond file 2014-09022014 __NOI __Incoming __Outgoing __Internal __Superceded _TEXT/ 81/2 X 11 MAP PAGES ___11 X 17 MAPS __LARGE MAP COMMENTS: CC:

110058846

Account Number:

Account Name:

OGM - Red Leaf Resources, Inc.

Tran #:

19808629

Admin Name:

Raylyn Daniel - UST 801-844-8523

Date:

07/29/2014

This check constitutes payment of the following:

Escrow Disbursements

partial release of acct

Paid For:

Amount:

\$183,301.00

110058846

Payee:

OGM - Red Leaf Resources, Inc. c/o UST 350 N State street, Ste 180 PO Box 142315 Salt Lake City UT 84114-2315

HARLAND CLARKE M17873 13420079

THIS DOCUMENT CONTAINS A TRUE WATERMARK - HOLD TO LIGHT TO VIEW



110058846

Zions First National Bank Salt Lake City, Utah 801-844-7089

OGM - Red Leaf Resources, Inc.

Trust Account

7/29/2014

\$183,301.00*

One Hundred Eighty Three Thousand Three Hundred One Dollars & 00/100

Pay to the Order Of:

OGM - Red Leaf Resources, Inc. c/o UST 350 N State street, Ste 180 PO Box 142315 Salt Lake City UT 84114-2315



All-

Form (MA-RC)

STATE OF UTAH DEPARTMENT OF NATUAL RESOURCES DIVISION OF OIL, GAS AND MINING

MODIFICATION OF ATTACHMENT A TO THE RECLAMATION CONTRACT

Date: __9/11/2012

SEP 2 U 2012

Div. of Oil, Gas & Mining

Name of Operator: Red Leaf Reso	ources Inc.	Permit Number: S/047/0102
Mine Name: Southwest #1		Phone Number: 801-878-8100
Per the executed reclamation con as Attachment A to the reclamati		t for reclamation obligation is included
Check the boxes that apply to the	nis form:	
Surety:	☐ Decrease ☐ Increase ☐ Replacement	
Reason:		
Surety Dollar Amount Associated V Surety Aggregate Amount: \$183,30		0
Included in this modification (sure Instrument(s):	ty must be attached)	
☐ Corporate Surety ☐ LOC Letter of Cre ☐ CD Certificate of C ☐ Cash	400 PH (5.4 ft ft 5.4 ft ft 5.5 ft ft 5.7 ft ft ft 6.7 ft	
Other surety not affected by this mod This Modification will be effective as Authorized Officer Signature Printed	diffication will remain part of A of the last date signed below S Patter Title	
Division Director John R. Baza Utah Division of Oil, Gas and Mining	True	24 September 2012 Date 10/3/12 Date

FACT SHEET

Commodity: OILSHALE
Mine Name: Southwest # 1
Permit Number: <u>S 047 0102</u>
County: Untah
Disturbed Acres:
Operator Name: Red Leaf Resources, Inc.
Operator address: 20 W. Guic Center Dr Ste 190 Sandy, Ut 84070
Operator telephone: 801 878 - 8100
Operator fax: (801) 878-8101
Operator email: Inclson Gredleafinc, com
Contact: Laura Nelson
Surety Type: Cash
Held by (Bank/BLM): Zions Trust
Surety Amount: \$\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\\
Surety Account Number:
Escalation Year: 2012
Tax ID or Social Security (for cash only):
Surface owner: SITLA
Mineral owner: SITLA
UTU and/or ML number: 50150
***DOGM Contact: Penny Berry, State of Utah, Division of Oil Gas and Mining, 801 538 5291 or bondcoordinator@utah.gov

FORM MR-RC (SMO) Revised August 9, 2006 RECLAMATION CONTRACT Mine Name: Southwest #1

Other Agency File Number:

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION of OIL, GAS and MINING

1594 West North Temple, Suite 1210
Box 145801
Salt Lake City, Utah 84114-5801
(801) 538-5291
Fax: (801) 359-3940

JAN 18 2011

DIV. OF OIL, GAS & MINING

---00000---

SMALL MINE RECLAMATION CONTRACT

This Reclamation Contract (hereinafter referred to as "Contract") is entered into between Red Leaf Resources, Inc. the "Operator" and the Utah State Division of Oil, Gas and Mining ("Division").

WHEREAS, Operator desires to conduct mining operations under Notice of Intention (NOI) File No. <u>S/047/0102</u> which the Operator has filed with the Division and has been determined by the Division to be complete (Complete NOI) as required by the Utah Mined Land Reclamation Act, Sections 40-8-1 et seq., Utah Code Annotated, (2005, as amended) (hereinafter referred to as "Act") and the regulations adopted pursuant to the Act; and

WHEREAS, Operator is obligated to reclaim the lands affected by the mining operations in accordance with the Act and the regulations, and is obligated to provide a surety in a form and amount approved by the Division or the Board of Oil, Gas and Mining (Board) to assure reclamation of the lands affected by the mining operations.

NOW, THEREFORE, the Division and the Operator agree as follows:

- Operator agrees to promptly reclaim in accordance with the requirements of the Act and applicable regulations, as they may be amended, all of the lands affected by the mining operations conducted or to be conducted pursuant to a Complete Notice of Intention.
- 2. The Lands Affected by the mining operations and subject to the requirements of the Act and this Contract include:
 - A. All surface and subsurface areas affected or to be affected by the mining operations including but not limited to private onsite ways, roads, railroads; land excavations; drill sites and workings; refuse banks or spoil piles; evaporation or settling

- ponds; stockpiles; leaching dumps; placer areas; tailings ponds or dumps; work, parking, storage, and waste discharge areas, structures, and facilities; and
- B. All mining disturbances regardless of discrepancies in the map and legal description, unless explicitly and clearly identified as EXCLUDED on maps, and legal descriptions included in the Complete NOI; provided lands may be excluded only if: (1) they were disturbed by mining operations that ceased prior to July 1, 1977; (2) the lands would be included but have been reclaimed in accordance with a complete notice or reclamation plan; or (3) the lands were disturbed by a prior operation for which there is no surety, no legally responsible entity or person, and which lands are not necessarily or incidentally intended to be affected by the mining operations as described in the Complete NOI.
- 3. The Operator shall be responsible for reclamation of all such Lands Affected regardless of errors or discrepancies in the maps or legal descriptions provided with the NOI which are intended to assist in determining the location of the mining operations, to describe the areas of disturbance, and to assist estimating the amount of surety required.
- 4. The Operator prior to commencement of any mining operations and as a precondition to the rights under the Notice of Intention shall provide a surety in a form permitted by the Act and in an amount sufficient to assure that reclamation of the Lands Affected will be completed as required by the Act. The Surety shall remain in full force and effect according to its terms unless modified by the Division in writing. A copy of the agreement providing for the Surety for the reclamation obligations herein is included as ATTACHMENT A to this Contract.
- 5. If the Surety expressly provides for cancellation or termination for non-renewal:
 - A. The Operator shall within 60 days following the Division's receipt of notice that the Surety will be terminated or cancelled, provide a replacement Surety sufficient in a form and amount, as required by the Act, to replace the cancelled surety; or
 - B. If the Operator fails to provide an acceptable replacement Surety within 60 days of notice of cancellation or termination, the Division may order the Operator to cease further mining activities, and without further notice proceed to draw upon letters of credit, to withdraw any amounts in certificates of deposit or cash and/or any other forms of surety, and to otherwise take such action as may be necessary to secure the rights of the Division to perfect its claim on the existing surety for the purpose of fully satisfying all of the reclamation

obligations incurred by the Operator prior to the date of termination, and the Division may thereafter require the Operator to begin immediate reclamation of the Lands Affected by the mining operations, and may, if necessary, proceed to take such further actions as may be required for the Division to forfeit the surety for the purpose of reclaiming the Lands Affected.

- 6. The Operator's liability under this Contract shall continue in full force and effect until the Division finds that the Operator has reclaimed the Lands Affected by mining operations in accordance with the Act and regulations, as amended. If the mining operations are modified or for any other reason vary from those described in the Complete Notice of Intention, the Operator shall immediately advise the Division, and the Notice of Intention shall be revised and the Surety amount shall be adjusted as necessary.
- 7. If reclamation of a substantial phase or segment of the Lands Affected by the mining operations is completed to the satisfaction of the Division, and the Division finds that such substantial phases or segments are severable from the remainder of the mining area, Operator may request the Division to find that Operator has reclaimed such area. If the Division makes such finding, Operator may make request to the Division for a reduction in the aggregate face amount of the Surety, and the Division may reduce the surety to an amount necessary to complete reclamation of the remaining mining operations as anticipated by the Complete Notice of Intention in accordance with the requirements of the Act and regulations, as amended.
- 8. Operator may, at any time, submit a request to the Division to substitute surety. The Division may approve such substitution if the substitute surety meets the requirements of the Act and the applicable rules.
- 9. Operator agrees to pay all legally determined public liability and property damage claims resulting from mining operations, to pay all permit fees, to maintain suitable records, to file all required reports, to permit reasonable inspections, and to fulfill all sundry reporting requirements applicable to the mine as required by the Act and implementing rules.
- 10. Operator agrees to indemnify and hold harmless the State, Board, and the Division from any claim, demand, liability, cost, charge, suit, or obligation of whatsoever nature arising from the failure of Operator or Operator's agents and employees, or contractors to comply with this Contract.
- 11. If Operator shall default in the performance of its obligations hereunder, Operator shall be liable for all damages resulting from the breach hereof including all costs, expenses, and reasonable attorney's fees incurred by the Division and/or the Board in the enforcement of this Contract.

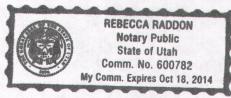
- 12. Any breach of a material provision of this Contract by Operator may, at the discretion of the Division, in addition to other remedies available to it, result in an order by the Division requiring the Operator to cease mining operations, and may thereafter result in an Order, subject to an opportunity for notice and hearing before the Board, withdrawing and revoking the Notice of Intention, and requiring immediate reclamation by the Operator of the Lands Affected or forfeiture of the Surety.
- 13. In the event of forfeiture of the Surety, Operator shall be liable for any additional costs in excess of the surety amount that is required to comply with this Contract. Upon completion of the reclamation of all of the Lands Affected, any excess monies resulting from forfeiture of the Surety shall be returned to the rightful claimant.
- 14. The Operator shall notify the Division immediately of any changes in the Operator's registered agent, the Operator's address, form of business, name of business, significant changes in ownership, and other pertinent changes in the information required as part of the Notice of Intention. Notwithstanding this requirement, any changes to the Notice of Intention, and any errors, omissions, or failures to fully or accurately complete or update the information on the Notice of Intention, or the attached maps, shall not affect the validity of this Contract and the rights of the Division to enforce its terms.
- 15. If requested by the Division, the Operator shall execute addendums to this Contract to add or substitute parties, or to reflect changes in the Operator, Surety, and otherwise modify the Contract to reflect changes in the mining operations as requested by the Division. All modifications must be in writing and signed by the parties, and no verbal agreements, or modifications in any of the terms or conditions shall be enforceable.
- 16. This Contract shall be governed and construed in accordance with the laws of the State of Utah.

The signatory below represents that the Operator, if not a natural person, is a properly organized entity in good standing under the laws of Utah and the United States, is registered as an entity authorized to do business in the State of Utah, and that he/she is authorized to execute this Contract on behalf of the entity as Operator.

OPERATOR:
Red Leaf Resources, Inc. Operator Name
By Tomes W Patten Authorized Officer (Typed or Printed) CEO & President
Authorized Officer - Position
Officer's Signature Date
STATE OF <u>Utah</u>) ss: COUNTY OF <u>Salt Lake</u>)
On the
1. NII

Notary/Public Residing at vara pelsa Dr.

My Commission Expires: 10 18 14



DIVISION OF OIL, GAS AND MINING:	
By Dana Dean, P.E., Associate Director	<u> </u>
STATE OF <u>Utah</u> COUNTY OF <u>Salt Lake</u>)) ss:)
On the 26 day of January personally appeared before me, who being on the Association of Natural Resources, Some that he executed the foregoing document of Utah.	duly sworn did say that he, the said ciate Director of the Division of Oil, Gas and tate of Utah, and he duly acknowledged to
1/4/2015 My Commission Expires:	PENNY BERRY MOTARY PUBLIC - STATE OF UNIAM My Comm. Exp. 01/04/2018 Commission # 604689

FACT SHEET

Commodity: 0, Shale
Mine Name: Southwest # 1
Permit Number: <u>\$ 1047 0102</u>
County: Untah
Disturbed Acres: 4.97
Operator Name: Red Leaf Resources, Inc
Operator address: 200 W Civic Center Dr Ste 190
Operator address: 200 W Gvic Center Dr Ste 190 Sandy Ut 84070 Operator telephone: (801) 878-8100
Operator fax: (801) 878 8101
Operator email: Inelson @ red leafing. com
Contact: Laura Nelson
Surety Type: Cash
Held by (Bank/BLM): Zions Bank
Surety Amount: 4 150 393 000
Surety Account Number:
Escalation Year: 2011
Tax ID or Social Security (for cash only):
Surface owner: STLA
Mineral owner: SITLA
JTU and/or ML number: Mk 50150

***DOGM Contact: Penny Berry, State of Utah, Division of Oil Gas and Mining, 801 538 5291 or bondcoordinator@utah.gov

Notice of Intention

To

Commence Large Mining Operations

Red Leaf Resources, Inc.

Seep Ridge Block: Southwest #1 Mine



Submitted by:
Red Leaf Resources, Inc.

10808 South River Front Parkway, Suite 200
South Jordan, UT 84095-5956

To: Utah Division of Oil Gas and Mining 1594 West North Temple, Suite 1210 Salt Lake City, UT 84114-84093

Prepared with the assistance of:

JBR Environmental Consultants, Inc. 8160 So. Highland Dr. Sandy, UT 84093

Norwest Corporation 136 East South Temple, 12th Floor Salt Lake City, UT 84111

September 1, 2011

Notice of Intention to Commence Large Mining Operations
Red Leaf Resources, Inc.

Seep Ridge Block: Southwest #1 Mine

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DIV. OIL GAS & MINING

APPENDIX I: Norwest Geotechnical Analysis

APPENDIX J: Draft Health Safety Security and Environment Management
Policy

APPENDIX K: Water Management Strategy: Executive Summary

APPENDIX L: Cultural Resources Report: Executive Summary

APPENDIX M: Soil Sampling

APPENDIX N: Department of Environmental Quality Division of
Water Quality Groundwater Permit

APPENDIX O: County Permits: Building Permit and Road Maintenance

Agreement

APPENDIX P: Department of Wildlife Resources and DWR Conservation

Data Center Letters and Emails

APPENDIX Q: Operations Practices

APPENDIX R: Letter Regarding Bentonite Amended Soil (BAS) Analysis

APPENDIX S: Early Production System (EPS) Capsule

APPENDIX T: Selected Oil and Gas Well Logs Near the Project Area

APPENDIX U: Additional Information about Area Cross Sections and Fence Diagrams

APPENDIX V: Summary of Compliance Monitoring Requirements

APPENDIX W: Exploration Permit Activity Locations

APPENDIX X: Small Mining Operation Permit Activity Locations

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JUL 2 1 2014

DIV. OIL GAS & MINING

Notice of Intention to Commence Large Mining Operations

Red Leaf Resources, Inc.

Southwest #1 Project, Uinta Basin Introduction and Project Background

Red Leaf Resources, Inc. ("RLR" or "Red Leaf") holds oil shale mineral leases on 16,838 acres on School and Institutional Trust Land properties in the Uinta Basin.

RLR has previously performed process testing under its Exploration Permit #E/047/0055. RLR's Exploration permit was converted to a Small Mining Operation (SMO) in January 2011, with final approval for operations on January 27, 2011. Activities associated with this SMO permit were incorporated into this LMO in July 2014, and the SMO permit was terminated. For information purposes, SMO areas are outlined in Appendix X, Small Mining Operation Permit Activity Locations.

RLR filed for an exploration permit, Southwest #2, E/047/0062, on March 24, 2011 for purposes of conducting additional exploration activities. Activities associated with this exploration permit were incorporated into this LMO NOI in April 2014, and the exploration permit was terminated. For information purposes, the disturbed areas under E/047/0062 for Southwest #2 and related holes are outlined in Appendix W, Exploration Permit Activity Locations.

It is now RLR's intention to expand activities at the Southwest #1 small mine site and convert it to a Large Mining Operation (LMO) as identified in this NOI. The disturbed area under E/047/0062 will also be included under the planned Large Mine Operations.

The location of RLR's Southwest #1 project includes acreage held in its SITLA Mineral Leases (ML) 50150 and 43374. The acreage associated with this mine plan from ML 50150 includes

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Water Discharge

There are no plans to have process water discharged from this property.

Storm water discharge will be managed according to the Drainage Control Plan included in APPENDIX E. Upland water will either be diverted around the site or stored briefly in small sumps. Water will be actively pumped from the upland sumps for operational use, to maintain adequate storage for a 10-year 24-hour storm event, consistent with good engineering practices for similar structures in this region. The sump embankments will be protected through the use of an emergency spillway sized to handle the 100-year 24-hour storm. Upland diversions will also be sized for the 100-year 24-hour storm with a 0.5-foot freeboard to ensure adequate protection of the mine pit in the event of sediment or debris deposition during a large storm. Reclamation sumps and Ponds 4 and 5 will contain the water within the permit area. Storm water from disturbed areas will be controlled using storm water sumps and other devices to prevent discharges from the site.

Electrical Power Supply

Initially, Red Leaf will use high efficiency generators to provide power to the project. However, it is anticipated that power from the electrical grid will satisfy long-term power demand for the project. See Appendix K for additional information about anticipated electrical power production and use.

Water Supply and Waste Water

Red Leaf's initial water use estimates for the project are outlined in Appendix K, Water Management Strategy. Estimates for water will be adjusted and updated as necessary following completion of initial capsule operations, as additional information becomes available.

Water needs will be met with on-site water production associated with operation of the EcoVED

20

Shale In-Capsule process and from a supplemental network of water wells with onsite storage to manage spikes in water demand. Design and location of the water strategy facilities is included as part of Red Leaf's water management strategy (See APPENDIX K--Water Management Strategy).

Red Leaf has access to water rights sufficient to meet requirements for operations. All points of diversion and withdrawals will be covered by water rights held by Red Leaf and registered with the Utah State Engineer's Office. Currently, Red Leaf has exercised 500 acre feet of water rights and has applied to register these with the State Engineer (49-2330). Red Leaf holds additional water rights options that can be converted to firm water leasing rights as required by operations.

106.3: Estimated Acreage

Disturbance and Reclamation Summary

At the onset of mining, soil will be salvaged and stockpiled for later use during reclamation. Some overburden material will need to be stockpiled as well to create adequate space required for capsule construction which occurs on the floor of the pit once ore has been mined. Once capsule construction is underway, the mining and material movement and capsule construction and ore recovery reach a steady-state that continues until the mine nears completion. The table below provides a summary by year of acres disturbed exclusive of reclamation. Year 1 shows the disturbance of more acres than subsequent years because pre-stripping and stockpiling is required. By year 20, pre-stripping on all mine areas has been completed.

JUL 2 1 2014
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Appendix X

Small Mining Operation Permit Activity Locations

Table X-1 and Figure X-1, attached to and made part of this appendix, outline locations and activities associated with Red Leaf's former exploration permit, Southwest #1, S/047/0102.

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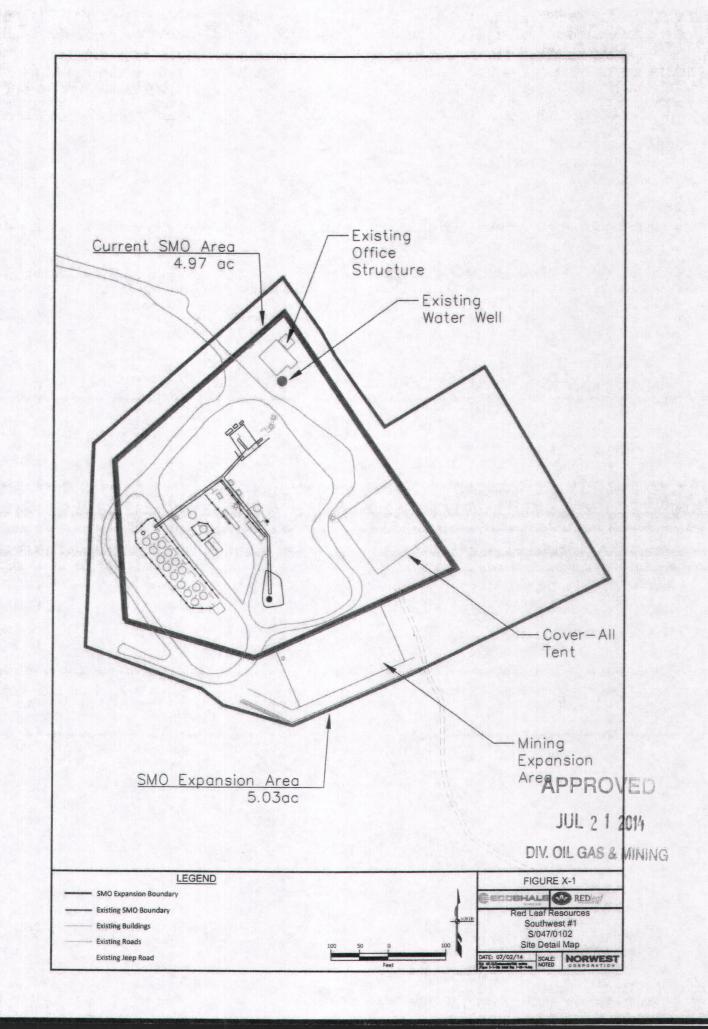
Table X-1 - Small Mining Operation Permit Activities (Former)

Description (Demo cost	Materials	Unit	Length	Width	Height	Unit	Quantity	Unit
Other cost covered through site band)								
Office Structure	Wood metal single story house structure	Ea				Ea	1	Ea
Office Structure addition	Wood metal mobile home trailer	Ea	50	10	8	Ea	4000	Ea
Pug Mill Plant	Steel Material Handling-portable	Ea	50			Ea	4000	
Crushing Plant	Steel Material Handling-portable	Ea	50	10		Ea	4000	-
Screening Plant	Steel Material Handling-portable	Ea	50	THE REAL PROPERTY.	COLUMN TO SERVICE STATE OF THE PARTY OF THE	Ea	4000	-
Footings	Concrete	Ea	30	10	-	Ea	Contract on the Contract of th	Ea
Generator Set	Steel Building-Large	/CF	20	8	10	-	1600	-
Burner-Blower System	Steel Building-Large	/CF	40	CONTRACT MARKET CONTRACT	Marie Control of the Assessment of the	MANAGE STATES	8000	-
Overhead Condensate system	Steel Building-Large	/CF	10	-	-	ft	320	-
Motor control conex trailer	Steel Building-Large	-	NAME AND ADDRESS OF THE OWNER, WHEN	-	Name and Address of the Owner, where	ft	2560	PERSONAL PROPERTY.
Conex Trailer		/CF	40	**************************************	COLUMN TWO IS NOT THE OWNER, THE	п	2560	Lr
Storage tanks	Steel Bldg-Large	/CF	40	8	8			
Removal of Tanks (above ground)	9000 gal to 12000 gal tank	Ea				Ea	The residence of the last of t	Ea
Remove Sludge and Water	9000 gal to 12000 gal tank	Ea				Ea	Charles of the last of the las	Ea
Haul Tank to certified dump	8000 gal+, 100 mile rt	Ea				Ea	19	Ea
Cover-all tent building	Fabric Steel, Min	Ea						
no interior walls deduct 50%		%						
Instrument air building	Steel Building-Large	/CF	40	8	8	ft	1000	
Weather station	Steel Building-Large	/CF	8	8	40	ft	2560	
Septic Tank	Pre-cast 100-1250 gal	Ea		16.0		Ea	1	Ea
Misc. Pipes	Steel 6"-10"	/CF				ft	300	Ft
Equipment's Disposal Cost								
Weight of Debris Demolished						tons		
Haul to recycling Center	Dump 16 ton payloadExcl whole bidgs	CY				CY		
Sub-total Structures								
Indirect Cost								
Contingency @ 5%	Demolition overhead cost							
Project Management @ 5%	Demolition overhead cost							
Water Well								
900' @ < 7"diameter								
General Site for SMO								
Standard site cost for 10 Acres								
Total Site Bond				100				
						100		
Concrete Demolition Demolition Cost	No concrete floors or structures			1000				330
Concrete's Vol. Demolished								
Loading Cost								
Transportation Cost					100			
Disposal Costs								
Subtotal								
Concrete Demolition								
Demolition Cost			2 10 24 3					
Concrete's Vol. Demolished								
Loading Cost							1000	
Transportation Cost								
Disposal Costs								
Subtotal Subtotal			(1555) HAS	0.000				100
		1		P. Control of	COUNTY STORY		E CONTRACTOR OF THE PARTY OF TH	E. III

APPROVED

JUL 2 1 2014

DIV. OIL GAS & MINING



ZIONS BANK° Salt Lake City, Utah 84101

CASHIER'S CHECK

1689714

RED LEAF RESOURCES INC

Remitter

Pay

ORIGINAL CHECK ROUTED TO ACCOUNTING

Date

September 04, 2012

32,908.00

THIRTY TWO THOUSAND NINE HUNDRED EIGHT and 00/100 US Dollars

The Order Of

DIVISION OF OIL GAS AND MINING SOUTHWEST #1 S/047/0102

066 31 0141

Authorized Signature



MINERALS BONDS

RECEIVED SEP 0 5 2012

DIV. OF OIL, GAS & MINING

Cash RECEIPT

Amount \$ Check #

Permit Number Operator esources For/Memo Signature

acct.#

ZIONS BANK Salt Lake City, Utah 84101



1689714

RED LEAF RESOURCES INC

Remitter

ORIGINAL CHECK **ROUTED TO ACCOUNTING**

Date

31-5/1240

September 04, 2012

32,908.00

****THIRTY TWO THOUSAND NINE HUNDRED EIGHT and 00/100*** US Dollars

The Order

DIVISION OF DIL GAS AND MINING SOUTHWEST #1 S/047/0102

00006 31 0141

Authorized Signature

RECEIVED

SEP 0 5 2012

DIV. OF OIL, GAS & MINING

MINERALS BONDS

Cash RECEIPT

Amount \$ Check #

Permit Number Operator esources For/Memo (Amend men **Signature**

ZIONS BANK® Salt Lake City, Utah 84101



1410858

RED LEAF RESORCES Remitter

Date

January 05, 2011

*108,293.00***

Pay

本本ONE HUNDRED EIGHT THOUSAND TWO HUNDRED NINETY THREE and 00/100*** US Dollars

The Order

DIVISION OF OIL, GAS & MINING

Memo/Reference File# S0470102

ORIGINAL CHECK ROUTED TO ACCOUNTING

Authorized Signature

066 10

December 27, 2010

James Patten Red Leaf Resources, Inc. 200 West Civic Center Drive, Suite 190 Sandy, Utah 84070

Account #

Subject: Reclamation Surety Required and Reclamation Contract, Red Leaf Resources, Southwest #1,

S/047/0102, Uintah County, Utah

Dear Dr. Patten:

MINERALS BONDS

Cash RECEIPT

JAN 2011 Received Utah State

Amount \$ 108, 293,00 Check# 14/0858

Permit Number Operator Resources For/Memo

Signature

questions regarding this letter. In reply please refer to file number S0470102.

Sincerely,

Paul B. Baker

Minerals Program Manager

RECEIVED

3-111 200

Div. of Oii, Gas & Mining

PBB:lah:pb

SITLA, Jblake@utah.gov

Penny Berry, DOGM

UTAH

ZIONS BANK Salt Lake City, Utah 84101



1410858

RED LEAF RESURCES

Remitter

Date

January 05, 2011

Pav

*108,293.00***

DIVISION OF OIL, GAS & MINING

The Order Of

ORIGINAL CHECK

Memo/Reference File# 50470102

DO TEXTONE HUNDRED EIGHT THOUSAND TWO HUNDRED NINETY THREE and 00/100*** US Dollar

ROUTED TO ACCOUNTING

Authorized Signature

065 10 2395

Fati Illa

December 27, 2010

James Patten Red Leaf Resources, Inc. 200 West Civic Center Drive, Suite 190 Sandy, Utah 84070

Subject: Reclamation Surety Required and Reclamation Contract, Red Leaf Resources, Southwest #1,

S/047/0102, Uintah County, Utah

Dear Dr. Patten:

MINERALS BONDS

Cash RECEIPT

Amount \$ Check #

Permit Number Operator

For/Memo

Signature

questions regarding this letter. In reply please refer to file number S0470102.

Sincerely.

Paul B. Baker

Minerals Program Manager

RECEIVED

JAN 1 0 2011

Div. of Oil, Gas & Mining

PBB:lah:pb

SITLA, Jblake@utah.gov

Penny Berry, DOGM P:\GROUPS\MINERALS\WP\M047-Uintah\S0470102-Southwest#1\final\TENT-3901-12142010.doc



08489 Office AU#

1210(8)

OFFICIAL CHECK

0848912193

Operator I.D.: utah0796

utah2103

PAY TO THE ORDER OF

420 MONTGOMERY STREET SAN FRANCISCO, CA 94163 PAYABLE AT WELLS FARGO BANK, N.A. FOR INQUIRIES CALL (480) 394-3122

WELLS FARGO & COMPANY ISSUER

DIVISION OF OIL GAS & MINING
RE: E/047/0055

Four thousand eight hundred dollars and no cents

May 20, 2010

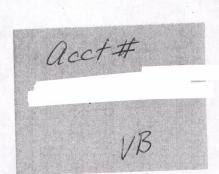
Details on Back.

1

Security Features Included.

\$4,800.00

VOID IF OVER US \$ 4,800.00





Cash transfer from EXP to Smo 8047055 - 80470102

PRINTE JON LINEMARK PAPER - HOLD TO LIGHT TO VIEW. FOR ADDITIONAL SECURITY FEATURES SEE BACK. 08489 11-24 Office AU# 1210(8)

OFFICIAL CHECK

0848912193

Operator I.D.: utah0796

utah21 13

PAY TO THE ORDER OF

*** DIVISION OF OIL GAS & MINING*** *** RE: E/047/0055***

Four thousand sight hundred dollars and no cents

\$4,800.00

May 20, 2010

WELLS FARGO & COMPANY ISSUER 420 MONTGOMERY STREET SAN FRANCISCO, CA 94163 PAYABLE AT WELLS FARGO BANK, N.A. FOR INQUIRIES CALL (480) 394-3122

ORIGINAL CHECK ROUTED TO ACCOUNTING

VOID IF OVER US \$ 4,800.00

RECEIVED

MAY 2 0 2010

DIV. OF OIL, GAS & MINING

Dear Paul,

E 1017/0055 for its Southwest #1

MINERALS BONDS

Cash RECEIPT

Amount \$ Check # 08489

Permit Number Operator For/Memo Signature

Best Regards,

Laura Nelson

VP Energy and Environmental Development

ITY FEATURES SEE BACK.

0848911368

Office AU #

11-24

1210(8)

OFFICIAL CHECK

Operator I.D.: utah8933

PAY TO THE ORDER OF

DIVISION OF OIL, GAS & MINING PERMIT

November 19, 2009

Six thousand six hundred dollars and no cents

\$6,600.00

Pormit # E0470055 (Red Leaf Resources)
WELLS FARGO & COMPANY ISSUER

420 MONTGOMERY STREET SAN FRANCISCO, CA 94163 PAYABLE AT WELLS FARGO BANK, N.A. FOR INQUIRIES CALL (480) 394-3122 VOID IF OVER US \$ 6,600.00



Details on Back. Security Features Included. 11-24 1210(8) OFFICIAL CHECK

0848911368

Operator I.D.: utah8933

PAY TO THE ORDER OF

DIVISION OF OIL, GAS & MINING PERMIT

November 19, 2009

Six thousand six hundred dollars and no cents

\$6,600.00

Pormit # E0470055 (Red Leaf Resources)
WELLS FARGO & COMPANY ISSUER

WELLS FARGO & COMPANY ISSUE 420 MONTGOMERY STREET SAN FRANCISCO, CA 94163 PAYABLE AT WELLS FARGO BANK, N.A. FOR INQUIRIES CALL (480) 394-3122 Nichard Leny

RAIRIE	EDAL	CD	ONDS
IVIIIVI	ERAL	3 D	UNUS

Cash RECEIPT

Date 11/24/09

Amount \$ 4,600 \(\frac{6}{2} \)
Check # 084891/368

Permit Number & 0470055
Operator Red leaf Resources
For/Memo Extension - Escalation
Signature Remny Bussy

Acct #

30,00

Andrew-435-259-2443 E0370/60 South Beaver Do you have the Svrety? urity Features Included. De

RED LEAF RESOUR 6985 UNION PARK CENTE COTTONWOOD HEIGHTS, UT 84047 (801) 878-8100

WELLS FARGO www.wells 31-297/1240

3/7/2008

PAY TO THE ORDER OF_ Utah Division of Oil, Gas and Mining

\$**10,000.00

DOLLARS

Utah Division of Oil, Gas and Mining 1594 West North Temple Suite #1210 Salt Lake City, UT 84116

MEMO

Remaining Payment on Surety Bond

RED LEAF RESOURCES, INC.

1699

Utah Division of Oil, Gas and Mining

3/7/2008 Remaining Payment on Surety Bond for Test Capsul

10,000.00

E0470059 Southwest Exploration Project

RECEIVED

MAR 1 0 2008

DIV. OF OIL, GAS & MINING

WF Operating Checki Remaining Payment on Surety Bond

10,000.00



RED LEAF RESOURCE NC. 6985 UNION PARK CENTER SUITE 375 COTTONWOOD HEIGHTS, UT 84047 (801) 878-8100



3/7/2008

RDER OF	sion of Oil, Gas and Min	ing		\$ **10,000.00
Ten Thousand and 0	0/100*********	*********	**********	DOLLARS
1594 West N Suite #1210 Salt Lake Cit	n of Oil, Gas and Mining North Temple ty, UT 84116 yment on Surety Bond	ORIGINAL CHECK ROUTED TO ACCOUNT		SIGNATURE MP
RED LEAF RESOURCE	ES, INC.			1699
Utah Division o	f Oil, Gas and Mining	Remaining Payment on Suret	3/7/2008 y Bond for Test Capsul	10,000.00
E04700 South	1254 Expla	pration Proj	iect	
WF Operating Check	ki Remaining Paymen	t on Surety Bond		10,000.00
			RECEIVED	
Cash RECEI	PT		IG	
Date 5/7	108	MINERALS BOND	\$10,000.00	
		Wine this 3.		
Permit Number	E/047/066			
Operator	Red hear F	Resources		
Received by	Red leap & Kristina 1			
Signature	I confirm the dollar	amount of this check is cor	rect	

10/23/2007

PAY TO THE ORDER OF_

Utah Sate Treasurer

\$ **1,200.00

One Thousand Two Hundred and 00/100*******

__ DOLLARS

Utah Sate Treasurer

MEMO

Red Leaf Resources Exploration NOI

An whorized signature

RED LEAF RESOURCES, INC.

Utah Sate Treasurer

Red Leaf Resources Exploration NOI

10/23/2007

1,200.00

1424

E0470055

RECEIVED

OCT 2 4 2007

Wells Fargo Checking Red Leaf Resources Exploration NOI

DIV. OF OIL, GAS & MINING

1,200.00





WELLS FARGO B www.wellsfargo

31-297/1240

10/23/2007 PAY TO THE ORDER OF_ Utah Sate Treasurer **1,200.00 One Thousand Two Hundred and 00/100*** **DOLLARS** Utah Sate Treasurer **MEMO** Red Leaf Resources Exploration NOI RED LEAF RESOURCES, INC. 1424 **Utah Sate Treasurer** 10/23/2007 Red Leaf Resources Exploration NOI 1,200.00 ORIGINAL CHECK ROUTED TO ACCOUNTING E0470055 RECEIVED OCT 2 4 2007 DIV. OF OIL, GAS & MINING Wells Fargo Checking Red Leaf Resources Exploration NOI 1,200.00 Cash RECEIPT **MINERALS BOND** 41,200.00 Wegler Elphi :: **Permit**

I confirm the dollar amount of this check is correct

E/047/055

Number

Operator

Signature

Received by

9/24/2007

PAY TO THE ORDER OF_

State of Utah Treasury

\$ **19,500.00

DOLLARS

State of Utah Treasury

MEMO

1

5 Acre Bond

AUTHORIZED SIGNATURE

RED LEAF RESOURCES, INC.

State of Utah Treasury

5 Acre Bond

9/24/2007

1369

19,500.00

Wells Fargo Checking 5 Acre Bond



RECEIVED OCT 0 3 2007

DIV. OF OIL, GAS & MINING 19,500.00

E/047/056

DOLLARS 1369 1369 19,500.00 19,500.00 JIV. OF OIL, GAS & MINING **19,500.00 RECEIVED 9/24/2007 OCT 0 3 2007 69 9/24/2007 WELLS FARGO BANK, N.A. MINERALS BOND \$19,500 www.wellsfargo.com 31-297/1240 ORIGINAL CHECK ROITERTA and amount. I confirm the dollar amount of this check is correct. Ked Lear Resources, Inc. Zeanson 5 Acre Bond RED LEAF RESOURCES, INC. 6985 UNION PARK CENTER SUITE 375 COTTONWOOD HEIGHTS, UT 84047 (801) 878-8100 550/±b0/3 ristra State of Utah Treasury State of Utah Treasury State of Utah Treasury RED LEAF RESOURCES, INC. 5 Acre Bond Cash RECEIPT Received by Signature Operator PAY TO THE ORDER OF Number Permit MEMO Date

APPRO

Details on Back.

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Security Features Included



State of Utah DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER Executive Director

Division of Oil, Gas and Mining JOHN R. BAZA Division Director

October 4, 2012

James Patten Red Leaf Resources, Inc. 200 West Civic Center Drive, Suite 190 Sandy, Utah 84070

Subject: Copy of the Modification of Attachment A to the Reclamation Contract, Red Leaf

Resources, Inc., Southwest #1, S/047/0102, Uintah County, Utah

Dear Mr. Patten:

On September 26, 2012 the Division received the signed Modification of Attachment A to the Reclamation Contract (MA-RC) from Red Leaf Resources, Inc. Our Director signed the MA-RC on October 3, 2012. Enclosed is a copy for your records.

If you have any questions please call 801-538-5291 or email bondcoordinator@utah.gov. Thank you.

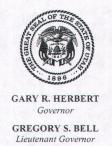
Sincerely,

Penny Berry

Bond Coordinator







State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER Executive Director

Division of Oil, Gas and Mining JOHN R. BAZA Division Director

September 11, 2012

James Patten Red Leaf Resources, Inc. 200 West Civic Center Drive, Suite 190 Sandy, Utah 84070

Subject: Modification of Attachment A to the Reclamation Contract and Fact Sheet, Red Leaf

Resources, Inc., Southwest #1, S/047/0102, Uintah County, Utah

Dear Mr. Patten:

On September 6, 2012 the Division received your check number 1689714 in the amount of \$32,908.00.

Please sign the Modification of Attachment A to the Reclamation Contract and complete the Fact Sheet.

Please return these documents to the Division as soon as possible so that we can proceed with our process in completing this file. If you have any questions please call 801-538-5291 or email bondcoordinator@utah.gov. Thank you for your attention in this matter.

Sincerely,

Penny Berry

Bond Coordinator Minerals Program

P:\GROUPS\MINERALS\WP\M047-Uintah\S0470102-Southwest#1\bond\ltrReqMARC.doc.doc



Form (MA-RC)

Date: __9/11/2012

STATE OF UTAH DEPARTMENT OF NATUAL RESOURCES DIVISION OF OIL, GAS AND MINING

MODIFICATION OF ATTACHMENT A TO THE RECLAMATION CONTRACT

Name of Operator: Red Leaf Resources Inc.		Permit Number: <u>S/047/0</u>		
Mine Name: Southwest #1		Phone Number	r: 801-878-8100	
Per the executed reclamation con as Attachment A to the reclamat	ntract, the surety agreen ion contract as follows:	nent for reclamation obliga	ition is included	
Check the boxes that apply to the	his form:			
Surety:	☐ Decrease ☐ Increase ☐ Replacement			
Reason:		nination of surety surety amendment the NOI. The a rety. Operator provided chec		
urety Dollar Amount Associated vurety Aggregate Amount: \$183,3)8.00		
included in this modification (sure Instrument(s):	ety must be attached)			
☐ Corporate Surety ☐ LOC Letter of Cre ☐ CD Certificate of ○ ☐ Cash				
Other surety not affected by this mod This Modification will be effective as	dification will remain part of the last date signed bel	of Attachment A and labeled ow	as such.	
uthorized Officer Signature Printed	Title	Date		
Division Director John R. Baza		Date		



September 4, 2012

RECEIVED

DIV. OF OIL, GAS & MINING

Paul Baker State of Utah - Department of Natural Resources Division of Oil, Gas & Mining 1594 West North Temple, Suite 1210 Salt Lake City, Utah 84114-5801

Sorencer

Re: File No. Southwest #1 S/047/0102

Dear Paul,

Attached please find cashier's check number 1689714 for \$32,908. This check represents the additional reclamation surety required to amend the above referenced file number.

Please contact me at (801) 878-8110 or Laura Nelson at (801) 878-8113 if you have any further questions.

Respectfully,

Jodee Sorensen

Controller

Red Leaf Resources, Inc.

cc: Laura Nelson

Penny Berry - Southwest #1 S0470102

From:

Penny Berry

To:

Leslie Heppler

Date:

3/3/2011 10:22 AM

Subject: Southwest #1 S0470102

Hi Leslie,

I put the amount as \$108,293.00. Once the Exploration has been finalized and everything shut down, I will add the \$42,100 to the total (this comes from the EXP). Thanks.



State of Utah DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

December 27, 2010

James Patten Red Leaf Resources, Inc. 200 West Civic Center Drive, Suite 190 Sandy, Utah 84070

Subject: Reclamation Surety Required and Reclamation Contract, Red Leaf Resources, Southwest #1,

S/047/0102, Uintah County, Utah

Dear Dr. Patten:

The referenced Notice of Intent to Commence Small Mining Operations (NOI), received by the Division December 8, 2010, is complete with the exception of the reclamation bonding requirement and reclamation contract. The reclamation surety is determined to be \$150,393.00. The calculation for this amount was included in the NOI, and it includes five acres of disturbance, site equipment and the plugging of the water well on site. This site currently has an exploration permit with a bond of \$42,100.00. The exploration permit will be closed after the new permit is approved.

Please submit the additional reclamation surety and reclamation contract within the next 30 days. No additional mining related disturbance may be created until the surety is received and approved, and you have received written acceptance from this office as well as other applicable agencies.

The reclamation surety may be submitted in one of several forms, including an irrevocable letter of credit, a certificate of deposit, cash, or a surety bond. Please contact Penny Berry at (801) 538-5291 or by e-mail at bondcoordinator@utah.gov for assistance in completing this requirement.

Please contact me at 801-538-5261 or Leslie Heppler at 801-538-5257 if you have any questions regarding this letter. In reply please refer to file number S0470102.

Sincerely,

Paul B. Baker

Minerals Program Manager

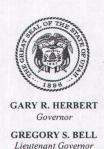
PBB:lah:pb

cc: SITLA, Jblake@utah.gov

Penny Berry, DOGM

P:\GROUPS\MINERALS\WP\M047-Uintah\S0470102-Southwest#1\final\TENT-3901-12142010.doc





State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA

Division Director

March 17, 2011

James Patten Red Leaf Resources, Inc. 200 West Civic Center Drive, Suite 190 Sandy, Utah 84070

Subject: Notice of File Closure, Red Leaf Resources, Southwest #1, E/047/0055, Uintah

County, Utah

Dear Dr. Patten:

The exploration file number E/047/0055, located in Uintah County, Utah, will now be closed and the file retired. This site has been converted to a small mine and the bond money has been applied to the small mine permit S/047/0102.

We are returning your original reclamation contract for your disposal or records.

If you have any questions or concerns regarding this action, please contact me at (801) 538-5261 or Leslie Heppler at 538-5257.

> Sincerely, PRBFU

Paul B. Baker

Minerals Program Manager

PBB:lah:eb

ENCLOSURES: Original Reclamation Contract

SITLA - Jblake@utah.gov

Penny Berry, DOGM

P:\GROUPS\MINERALS\WP\M047-Uintah\E0470055-Southwest1\final\RETIRE-3918-01122011.doc



Penny Berry - E0470055 Southwest #1

From:

Penny Berry

To:

Leslie Heppler

Date:

3/9/2011 4:31 PM

Subject: E0470055 Southwest #1

Hi Leslie,

We need a closure letter for this EXP. Please show on the letter (for a paper trail) that the money is being transferred from the EXP to the SMO. Thank you.

Penny

Penny Berry - Reclamation Contract S0470102

From:

Penny Berry

To:

Inelson@redleafinc.com

Date:

1/12/2011 12:35 PM

Subject:

Reclamation Contract S0470102

Attachments: reclamation contract SMO2 12-11-08.DOC

Hi Laura,

Thank you for your help. Attached is the copy of the reclamation contract. If you have any questions please call 801-538-5291 or email. Thank you.

Penny